

MAHON, S.  
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DATE FILED: 10/25/07

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

CAPITAL TRUST HOLDING AG,

Plaintiff,

-against-

RAINMAKER INTERNATIONAL, INC.,

Defendant.

Index No. 07 Civ. 7318  
Hon. Colleen McMahon  
**STIPULATION AND ORDER**

IT IS HEREBY STIPULATED, that plaintiff Capital Trust Holding AG ("Capital") hereby withdraws its motion for a preliminary injunction, and it is further

STIPULATED, that defendant Rainmaker International, Inc. ("Rainmaker") will return 3,400,000 shares of Boulder Steel Limited to Capital by delivering said shares in trust to Capital's attorneys, Wuersch & Gering LLP, in accordance with the following instructions:

Account Name:

Bear Stearns DTC# 0352

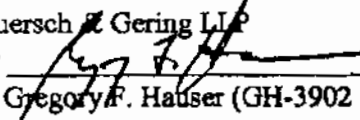
for credit to your Wuersch & Gering LLP A/C # 165-00041-1-0-900

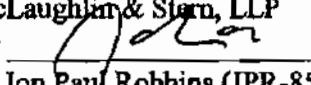
and it is further

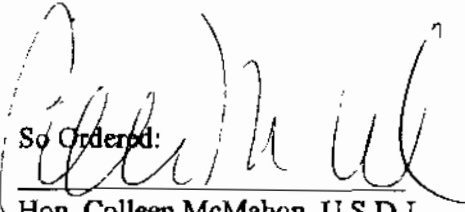
STIPULATED, that Wuersch & Gering LLP, by signing this Stipulation, represents that it has been authorized and directed by Capital to take possession of the aforementioned shares, and it is further

STIPULATED, that, the Court having stayed this action and having ordered that the dispute between the parties be resolved by arbitration, Rainmaker will retain possession of 600,000 shares of Boulder Steel Limited during the pendency of said arbitration, and shall not sell or otherwise transfer said shares unless Rainmaker shall obtain permission from the Arbitrator(s) to do so.

New York, New York  
October 24, 2007

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So Ordered:  
Hon. Colleen McMahon, U.S.D.J.

10-24-07<sup>m</sup>